

RECORDATION NO. 21376-D FILED

AUG 26 '05

11-48 AM

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SURFACE TRANSPORTATION BOARD

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20036

OF COUNSEL  
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August 26, 2005

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Railcar Lease, dated as of April 21, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Equipment Schedule No. 021 previously filed with the Board under Recordation Number 21376.

The names and addresses of the parties to the enclosed document are:

Lessor: PSI Energy, Inc.  
1000 East Main Street  
Plainfield, Indiana 46168-1782

Lessee: Coaltrade, LLC  
701 Market Street  
St. Louis, Missouri 63101

Mr. Vernon A. Williams  
August 26, 2005  
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is: A description of the railroad equipment covered by the enclosed document

69 open top hopper cars within the series LERX 90003 - LERX 90240 as more particularly set forth in the equipment schedule attached to the document.

A short summary of the document to appear in the index is:

Memorandum of Railcar Lease.

Also enclosed is a check in the amount of \$33.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm  
Enclosures

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: \_\_\_\_\_

8/26/05



\_\_\_\_\_  
Robert W. Alvord

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## MEMORANDUM OF RAILCAR LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 21<sup>st</sup> day of APRIL, 2005 is made by PSI ENERGY, INC., an Indiana corporation, with an address at 1000 East Main Street, Plainfield, Indiana 46168-1782 (the "Sublessor"), and COALTRADE, LLC, A Delaware limited liability company with an address at 701 Market Street, St. Louis, Missouri 63101 (the "Sublessee"), together the ("Parties").

## KNOW ALL PERSONS BY THESE PRESENTS THAT:

**WHEREAS**, the Sublessor and Sublessee entered into that certain Equipment Sublease Agreement (the "Sublease") dated as of the date hereof covering the equipment listed on Schedule 1 hereto (the "Equipment").

**WHEREAS**, the Parties wish to show for the public record the existence of the aforesaid Sublease, and the respective interests therein of the Parties and accordingly the Parties have caused this memorandum to be executed by their respective duly authorized officers, as of the date first above written.

**NOW, THEREFORE**, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Sublessor hereby leases and confirms the lease of the Equipment to the Sublessee in accordance with the terms and conditions of the Sublease, and the Sublessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

**IN WITNESS WHEREOF**, the undersigned has caused this Document to be executed by a duly authorized officer as of the day and year first above written.

COALTRADE, LLC

By: D. Bryan Bashore

Name Bryan Bashore

Title: Vice President, Transportation

PSI ENERGY, INC.

By: Wendy L. Aumiller

Name Wendy L. Aumiller

Title: Vice President and Treasurer

STATE OF Missouri )

CITY )SS:  
COUNTY OF St. Louis )

Witness my hand and Notarial Seal this 21<sup>st</sup> day of April, 2005.

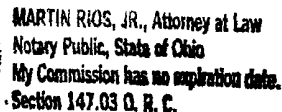
Signature Denise M. Hays

Denise M. Hipp  
Printed name

My Commission Expires: August 27, 2006

STATE OF OHIO )

Witness my hand and Notarial Seal this 12<sup>th</sup> day of May, 2005.



Signature

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Printed name \_\_\_\_\_

My Commission Expires:  
No Exp. Ds To

## Schedule 1

**Thrall built 1990 aluminum 4000 cubic ft. open top hoppers."**

|      |              |      |              |
|------|--------------|------|--------------|
| LERX | 90003        | LERX | <b>90114</b> |
| LERX | 90006        | LERX | <b>90144</b> |
| LERX | 90016        | LERX | <b>90146</b> |
| LERX | <b>90017</b> | LERX | 90158        |
| LERX | <b>90020</b> | LERX | 90163        |
| LERX | 90021        | LERX | 90165        |
| LERX | 90022        | LERX | 90166        |
| LERX | 90025        | LERX | 90171        |
| LERX | <b>90028</b> | LERX | 90175        |
| LERX | 90030        | LERX | 90176        |
| LERX | <b>90033</b> | LERX | 90182        |
| LERX | 90036        | LERX | 90191        |
| LERX | 90044        | LERX | <b>90193</b> |
| LERX | 90045        | LERX | 90195        |
| LERX | <b>90046</b> | LERX | <b>90205</b> |
| LERX | <b>90048</b> | LERX | 90208        |
| LERX | 90049        | LERX | 90215        |
| LERX | <b>90050</b> | LERX | 90217        |
| LERX | <b>90059</b> | LERX | 90219        |
| LERX | 90061        | LERX | <b>90220</b> |
| LERX | 90066        | LERX | <b>90231</b> |
| LERX | 90073        | LERX | 90234        |
| LERX | 90076        | LERX | <b>90240</b> |
| LERX | 90079        |      |              |
| LERX | 90085        |      |              |
| LERX | 90087        |      |              |
| LERX | <b>90088</b> |      |              |
| LERX | 90091        |      |              |
| LERX | 90092        |      |              |
| LERX | 90095        |      |              |
| LERX | 90098        |      |              |
| LERX | 90103        |      |              |
| LERX | 90118        |      |              |
| LERX | 90122        |      |              |
| LERX | 90126        |      |              |
| LERX | 90127        |      |              |
| LERX | 90128        |      |              |
| LERX | 90131        |      |              |
| LERX | 90132        |      |              |
| LERX | 90133        |      |              |
| LERX | 90134        |      |              |
| LERX | 90137        |      |              |
| LERX | 90138        |      |              |
| LERX | 90143        |      |              |
| LERX | 90149        |      |              |
| LERX | 90150        |      |              |